

Midwest Collaborative for Library Services
Board Meeting Minutes
Online
November 12, 2020 (3:00 p.m. – 5:00 p.m.)

I. Call to Order – Call to order at 3:01 pm

A. Roll Call & Accountability of Meeting Preparation

Present: Bélanger, Brock, E. Davis, Frank-Wilson, Gallagher, Garrison, Pohjola Andrade, Riley, Scheuher, Shorey, R. Smith, T. Smith, Speer, Waterman, Weismantel

Absent: Gushrowski, Hart

Guests: Boston, Bradley, S. Davis, Ladiski, Schafer

B. Approval of the Agenda – Motion to approve Agenda made by Bélanger. Seconded by Pohjola Andrade. Motion approved.

C. Operational Consent Agenda – Motion to approve the Operational Consent Agenda made by Weismantel. Seconded by Shorey. Motion approved.

1. Monitoring Report for Policy 1.0 – Global Ends (*Internal*)
2. Monitoring Report for Policy 2.1 – Treatment of Members and/or Customers (*Internal*)
3. Monitoring Report for Policy 2.2 – Treatment of Staff (*Internal*)
4. Monitoring Report for Policy 2.6 – Asset Protection (*Internal*)
5. Monitoring Report for Policy 2.11 – Conflicts of Interest and Conflicts of Commitment (*Internal*)

D. Board Consent Agenda – Motion to approve the Board Consent Agenda made by T. Smith. Seconded by Pohjola Andrade. Motion approved.

1. Review of Policy 3.4 – Agenda Planning (*Direct Inspection*)
2. Review of Policy 3.10 – Board Committee Principles (*Direct Inspection*)
3. Review of Policy 3.11 – Board Committee Structure (*Direct Inspection*)
4. Approval of Minutes of August 24, 2020 meeting

II. Executive Director & Operations

A. Executive Director report

Garrison reported on the highlights of his written report. November's LEAP Day, a partnership between the Library of Michigan and MCLS, was a very positive event, led by Michelle Bradley and the ECT staff and Mo McKenna. He is looking forward to seeing how LEAP plays out over the next several months. Coaching calls begin December 3. New collaboration tools ECT is using for this program include Google Jamboard and Padlet.

In October, Garrison send the Board a list from Stephanie Davis of the vendors

MCLS has worked with for discounted pricing during the pandemic. S. Davis has also communicated with Ubiquity Press about their platform, which provides open access (OA) institutional repository, eJournal, and open education resources (OER) services, and hopes to build a group of subscribers. MCLS and The Library Network cooperative in Michigan co-authored a letter to RBMedia about the upset in Michigan public libraries following changes in the former RBdigital offerings. Board members expressed support to Garrison to sign the letter to RBMedia on MCLS's behalf.

In MCLS finance news, FY2021 Q1 saw positive net revenue of over \$410,000. Business Manager Janet LaCross is working on MCLS's PPP loan forgiveness application. Receivables over 120 days old are much higher than normal for a variety of reasons, and Garrison detailed numbers in several categories. MCLS accounting staff continue communicating with libraries who owe money, and checks continue to come in. The receivables amount should come down by Q3 and Q4.

In other news, The ECT staff have continued presenting at conferences, and like many, MCLS has seen many online conference platforms, some of which are better than others. A confluence of interest has formed between the Project ReShare, FOLIO Consortial SIG, and ICOLC OCLC Task Force communities, which may bear interesting possibilities in the future. The TALK project with Ypsilanti District Library is continuing, with beta testing planned by early 2021.

B. Leased Vehicle Lease Buy-out/Purchase and Resale Proposal

The Subaru Impreza that MCLS leased as a second vehicle in 2019 has sat unused for months because MCLS staff are traveling far less than anticipated due to the pandemic, and travel may not resume until late 2021. Rather than continuing to lease a second vehicle, Garrison believes that one (the Kia minivan) is sufficient at this time. He proposed to the Board that MCLS purchase and resell the Subaru, as there is no other option to cease the vehicle lease. Garrison provided a cost comparison of continuing with the lease vs. buying it out. Motion to allow MCLS to purchase and then the vehicle was made by Waterman. Seconded by Weismantel. Motion approved.

C. Wiley Transformative Agreement Pilot Investment Proposal

Garrison proposed the Board authorize him to use up to approximately \$100,000 of reserve funds to pilot a transformative agreement with Wiley. This would be a shift from paying for subscriptions to paying for article processing charges (APCs) for publishing individual articles in Wiley open access (OA) journals. This is not the only approach for funding open access. Garrison and S. Davis detailed benefits to libraries, and connection to the Board's Ends. Staff would work with participating libraries to allocate funds. It could position more academic libraries as change agents on their campuses. Board member discussion and questions centered

around equity, guidelines, and more regarding fund allocation, as well as success measures and how this program would work in practice. This would be a one-year pilot. Some Board members expressed not having enough information to vote on this proposal, and the Board tabled it until the next meeting.

D. EDI Scholarship Proposal (second reading)

The Board tabled this proposal.

E. Monitoring Report for Policy 2.5 – Financial Condition and Activities (*External*) – Kyle Schafer, CPA, Maner Costerisan

Schafer presented on the FY2020 audit report. The process went smoothly, and handled mostly online. MCLS earned an unmodified opinion. Two new accounting standards were implemented during FY2020. Schafer detailed MCLS's assets, and its PPP loan that is considered a liability until it is forgiven (at which point MCLS can recognize it as revenue). MCLS has a healthy 2.1:1 asset to liability ratio. The organization saw a very healthy increase in consulting revenue, and total expenses increased to some extent. 98% of expenses go directly to MCLS's programs, which is very good for a non-profit. Motion to accept the audit report made by T. Smith. Seconded by R. Smith. Motion approved.

F. Monitoring Report for Policy 2.5 – Financial Condition and Activities (*Internal*)

Motion to approve August Policy 2.5 report made by Pohjola Andrade. Seconded by Shorey. Motion approved.

III. Board Operation

A. Review of Policy 3.1 – Governing Style (*Direct Inspection*)

The Board discussed issues around Board Policy Governance (PG) education and operation. One member recommended the Board convene a small task force to determine what resources to provide to the Board regarding PG education. Some Board members have had Board SharePoint site access problems. E. Davis and Scheuher volunteered to participate in the task force. Garrison proposed monthly optional meetings with Board members to fill in gaps in education/provide support. Motion to convene this task force to look at onboarding practices and provide recommendations made by Gallagher. Seconded by Bélanger. Motion approved.

B. Board member recognition

Motion to thank Terri Hart and Barb Gushrowski for their years of Board service made by Gallagher. Seconded by E. Davis. Motion approved. The Board also recognized R. Smith for receiving the ILF New School Librarian of the year award.

C. 2021 Officer election

Motion to appoint Paul Gallagher for President, Marion Frank-Wilson for Vice President, Jake Speer for Secretary, and Arlene Weismantel for Treasurer for the 2021 year made by Pohjola Andrade. Seconded by T. Smith. Motion approved.

D. 2021 Meeting dates

Ladiski will send a Doodle poll to the Board email list to determine dates for February, May, August, and November 2021 meetings.

E. Executive Session

1. Executive Director Annual Review

IV. Ends Development

The Board did not discuss further refinements to the Ends.

V. Board Self-Assessment (following Friday Retreat session)

Themes from Board member comments included: members want to make MCLS the best it can be, and are willing to roll up their sleeves to do the work; members appreciate that people are willing to devote the time to make the organization better; not knowing what MCLS will face in the future remains a concern; it is easy to have Board discussions, but implementation is harder; Ownership Linkage Committee capacity is a concern, and the Board should consider outsourcing some of its work; members hope all can stay healthy, safe, and well, i.e., so that next year's retreat can be in person; pleased that MCLS continues to find the ways to touch the library community and bridge gaps; members are proud to be on this Board, look forward to these meetings, and hope to still be proud next year; members appreciate being welcomed, that new members are listened to, and that differing opinions are aired and that members contribute actively.

VI. Adjournment

Reminder about upcoming meeting dates and locations:

February 22, 2021 – online

May 24, 2021 – online

August 30, 2021 – online

November 11-12, 2021 (tentative) – Harbor Grand, New Buffalo, MI